

LEWIS
AND
ROCA
LLP
LAWYERS

E-Filed on 6/5/07

3993 Howard Hughes Parkway, Suite 600
Las Vegas, NV 89169-5996
Facsimile (702) 949-8321
Telephone (702) 949-8320

40 North Central Avenue, Suite 1900
Phoenix, Arizona 85004-4429
Facsimile (602) 734-3824
Telephone (602) 262-5756

Susan M. Freeman AZ State Bar No. 004199
Email: sfreeman@lrlaw.com
Rob Charles NV State Bar No. 006593
Email: rcharles@lrlaw.com

Attorneys for Official Committee of Unsecured Creditors
of USA Commercial Mortgage Company

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEVADA

In re:

USA COMMERCIAL MORTGAGE
COMPANY,

USA CAPITAL REALTY ADVISORS,
LLC,

USA CAPITAL DIVERSIFIED TRUST
DEED FUND, LLC,

USA CAPITAL FIRST TRUST DEED
FUND, LLC,

USA SECURITIES, LLC,

Debtors.

Case No. BK-S-06-10725-LBR
Case No. BK-S-06-10726-LBR
Case No. BK-S-06-10727-LBR
Case No. BK-S-06-10728-LBR
Case No. BK-S-06-10729-LBR

CHAPTER 11

Jointly Administered Under Case No. BK-S-06-
10725 LBR

**SUPPLEMENT TO LEWIS AND
ROCA LLP'S FINAL FEE
APPLICATION (June 19, 2006 –
March 12, 2007)**

Hearing: June 22, 2007
Time: 9:30 a.m.

Affecting:

.. All Cases

or Only:

× USA Commercial Mortgage Company

.. USA Capital Realty Advisors, LLC

.. USA Capital Diversified Trust Deed Fund,
LLC

.. USA Capital First Trust Deed Fund, LLC

.. USA Securities, LLC

Lewis and Roca LLP ("Lewis and Roca"), counsel to the Committee of Unsecured Creditors of USA Commercial Mortgage Company (the "USA Committee"), filed its final fee application on April 26, 2007 ("Application") [Docket 3614]. On May 23, 2007 Lewis

LEWIS
AND
ROCA
LLP
LAWYERS

1 and Roca filed a Supplement to the Second and Final Application (the “Supplemental
2 Application”) [Docket 3764] for period March 13, 2007 through April 30, 2007 for
3 services relating to the monthly fee statement, and applications for compensation. In the
4 Application and Supplemental Application (collectively the “Applications”), Lewis and
5 Roca sought an order of this Court: (1) allowing its professional fees in the amount of
6 \$1,211,494.25 and expenses incurred in the amount of \$121,909.15 for the period of June
7 19, 2006 through April 30, 2007, and (2) authorizing revested debtor USA Commercial
8 Mortgage Company (“USACM”) to pay the balance owed upon entry of an order
9 approving the Applications. The fees sought represent over 3,639 hours of service
10 rendered by Lewis and Roca professionals.

11 August Landis of the Office of the United States Trustee asked the undersigned
12 whether professionals in these jointly administered cases had considered a voluntary,
13 unilateral fee reduction in light of the complexity of the applications, the work involved in
14 the cases, and the uncertain anticipated recoveries for creditors in these cases. Lewis and
15 Roca immediately offered and does hereby reduce its fee request by 2%.¹ No objections
16 have been posed to the Applications, and Lewis and Roca is not aware of any objection,
17 although we recognize that the Court has and takes seriously its independent obligation to
18 review professional fees for reasonableness. This reduction is not offered in compromise
19 of any objection, question or concern.

20 Accordingly, the \$1,211,494.25 of fees requested in the Applications is voluntarily
21 reduced by \$24,229.89 to \$1,187,264.36. Coupled with the voluntary and unilateral fee
22 reductions of approximately \$14,563.50 on page 14 of the First Application and page 19 of
23 the Second Application, the amount of reductions by Lewis and Roca from original billing
24 records is about \$38,790.00. We finally note that on a monthly basis the Office of the
25

26 ¹ The request for reimbursement of \$121,909.15 of costs is not being reduced.

LEWIS
AND
ROCA
LLP
LAWYERS

1 United States Trustee had reviewed Lewis and Roca's fee and expense statement. When
2 the UST had concerns, we addressed them.

3 In light of the foregoing, Lewis and Roca asks that the Court award fees in the sum
4 of \$1,187,264.36 and direct the reimbursement of expenses in the sum of \$121,909.15, for
5 a total award of \$1,309,173.51.

6 RESPECTFULLY SUBMITTED June 5, 2007.

7 **LEWIS AND ROCA LLP**

8
9 By /s/ RC (#006593)
Susan M. Freeman

10 Rob Charles

11 *Attorneys for Official Committee of Unsecured*
12 *Creditors of USA Commercial Mortgage*
13 *Company*

14 **PROOF OF SERVICE**

15 Copy of the foregoing e-mailed on June 5,
16 2007 to all parties listed on the Post
17 Effective Official Service List for Limited
18 Notice No. 2 dated June 1, 2007 on file
19 with this Court.

20 /s/ Christine E. Laurel
Christine E. Laurel
Lewis and Roca